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Proposed Co-Counsel to the Debtors and Debtors in Possession

UNITED STATES BANKRUPTCY COURT DISTRICT OF NEW JERSEY

In re: New Rite Aid, LLC f/k/a Juniper Rx, LLC, Chapter 11 Debtor.1 Case No. 25-14861 (MBK) Tax I.D. No. 88-0991843 In re: Chapter 11 1740 Associates, L.L.C., Debtor. Case No. 25-14744 (MBK) Tax I.D. No. 27-4359433 In re: 4042 Warrensville Center Road - Warrensville Ohio, Inc., Chapter 11 Case No. 25-14746 (MBK) Debtor. Tax I.D. No. 25-1820507

The last four digits of Debtor New Rite Aid, LLC's tax identification number are 1843. A complete list of the Debtors in these chapter 11 cases and each such Debtor's tax identification number may be obtained on the website of the Debtors' proposed claims and noticing agent at https://restructuring.ra.kroll.com/RiteAid2025. The location of Debtor New Rite Aid, LLC's principal place of business and the Debtors' service address in these chapter 11 cases is 200 Newberry Commons, Etters, Pennsylvania 17319.

In re:	
5277 Associates, Inc.,	Chapter 11
Debtor.	Case No. 25-14750 (MBK)
Tax I.D. No. 23-2940919	Case Ivo. 25 Tivo (HIBI)
In re:	
5600 Superior Properties, Inc.,	Chapter 11
Debtor.	Case No. 25-14753 (MBK)
Tax I.D. No. 80-0052337	
In re:	
Apex Drug Stores, Inc.,	Chapter 11
Debtor.	Case No. 25-14757 (MBK)
Tax I.D. No. 38-2413448	
In re:	
Broadview and Wallings-Broadview Heights Ohio, Inc.,	Chapter 11
Debtor.	Case No. 25-14763 (MBK)
Tax I.D. No. 25-1814215	
In re:	
Drug Palace, Inc.,	Chapter 11
Debtor.	Case No. 25-14768 (MBK)
Tax I.D. No. 80-0052352	
In re:	
Eckerd Corporation,	Chapter 11
Debtor.	Case No. 25-14769 (MBK)
Tax I.D. No. 51-0378122	
In re:	
EDC Drug Stores, Inc.,	Chapter 11
Debtor.	Case No. 25-14773 (MBK)
Tax I.D. No. 56-0596933	

In re:	
Ex Benefits, LLC f/k/a Advance Benefits, LLC,	Chapter 11
Debtor.	Case No. 25-14776 (MBK)
Tax I.D. No. 59-3760021	
In re:	
Ex Design, LLC f/k/a Design Rx, LLC,	Chapter 11
Debtor.	Case No. 25-14782 (MBK)
Tax I.D. No. 20-1369429	(2.12.12)
In re:	
Ex Design Holdings, LLC f/k/a Design Rx Holdings LLC,	Chapter 11
Debtor.	Case No. 25-14779 (MBK)
Tax I.D. No. 27-4368094	,
In re:	
Ex Holdco, LLC f/k/a Elixir Holdings, LLC,	Chapter 11
Debtor.	Case No. 25-14788 (MBK)
Tax I.D. No. 26-0676699	, ,
In re:	
Ex Initiatives, LLC f/k/a Rx Initiatives L.L.C.,	Chapter 11
Debtor.	Case No. 25-14793 (MBK)
Tax I.D. No. 20-3649446	
In re:	
Ex Options, LLC f/k/a Elixir Rx Options, LLC,	Chapter 11
Debtor.	Case No. 25-14797 (MBK)
Tax I.D. No. 34-1939227	
In re:	
Ex Pharmacy, LLC f/k/a Elixir Pharmacy, LLC,	Chapter 11
Debtor.	Case No. 25-14801 (MBK)
Tax I.D. No. 26-2434607	, ,

In re:	
Ex Procurement, LLC f/k/a Tonic Procurement Solutions, LLC,	Chapter 11
Debtor.	Case No. 25-14809 (MBK)
Tax I.D. No. 87-3071832	
In re:	
Ex Rxclusives, LLC f/k/a Design Rxclusives, LLC,	Chapter 11
Debtor.	Case No. 25-14814 (MBK)
Tax I.D. No. 20-5166645	` ,
In re:	
Ex Savings, LLC f/k/a Elixir Savings, LLC,	Chapter 11
Debtor.	Case No. 25-14818 (MBK)
Tax I.D. No. 20-3389462	
In re:	
Ex Software, LLC f/k/a Laker Software, LLC,	Chapter 11
Debtor.	Case No. 25-14822 (MBK)
Tax I.D. No. 41-1924169	,
In re:	
Ex Solutions of MO, LLC f/k/a Elixir Rx Solutions, LLC,	Chapter 11
Debtor.	Case No. 25-14826 (MBK)
Tax I.D. No. 36-4221427	,
In re:	
Ex Solutions of NV, LLC f/k/a Elixir Rx Solutions of Nevada, LLC,	Chapter 11
Debtor.	Case No. 25-14828 (MBK)
Tax I.D. No. 88-0511398	
In re:	
Ex Solutions of OH, LLC f/k/a Elixir Rx Solutions, LLC,	Chapter 11
Debtor.	Case No. 25-14833 (MBK)
Tax I.D. No. 05-0570786	Case IVO. 23-14033 (IVIDA)

In re:	
Ex Tech, LLC f/k/a Ascend Health Technology LLC,	Chapter 11
Debtor.	Case No. 25-14743 (MBK)
Tax I.D. No. 45-4806467	Case IVO. 23 I I / I3 (MBIL)
In re:	
First Florida Insurers of Tampa, LLC,	Chapter 11
Debtor.	Case No. 25-14748 (MBK)
Tax I.D. No. 59-2798509	
In re:	
GDF, Inc.,	Chapter 11
Debtor.	Case No. 25-14751 (MBK)
Tax I.D. No. 34-1343867	
In re:	
Genovese Drug Stores, Inc.,	Chapter 11
Debtor.	Case No. 25-14755 (MBK)
Tax I.D. No. 11-1556812	
In re:	
Gettysburg and Hoover-Dayton, Ohio, LLC,	Chapter 11
Debtor.	Case No. 25-14760 (MBK)
Tax I.D. No. 27-4355844	
In re:	
Grand River & Fenkell, LLC,	Chapter 11
Debtor.	Case No. 25-14764 (MBK)
Tax I.D. No. 27-5007145	
In re:	
Harco, Inc.,	Chapter 11
Debtor.	Case No. 25-14767 (MBK)
Tax I.D. No. 63-0522700	(

In re:	
Hunter Lane, LLC,	Chapter 11
Debtor.	Case No. 25-14772 (MBK)
Tax I.D. No. 90-1011712	Cuse 110. 25 14772 (MDIL)
In re:	
ILG – 90 B Avenue Lake Oswego, LLC,	Chapter 11
Debtor.	Case No. 25-14777 (MBK)
Tax I.D. No. 33-1192489	
In re:	
JCG Holdings (USA), Inc.,	Chapter 11
Debtor.	Case No. 25-14787 (MBK)
Tax I.D. No. 20-1147565	,
In re:	
JCG (PJC) USA, LLC,	Chapter 11
Debtor.	Case No. 25-14781 (MBK)
Tax I.D. No. 26-0169455	
In re:	
K & B, Incorporated,	Chapter 11
Debtor.	Case No. 25-14819 (MBK)
Tax I.D. No. 51-0346254	
In re:	
K & B Alabama Corporation,	Chapter 11
Debtor.	Case No. 25-14792 (MBK)
Tax I.D. No. 72-1011085	
In re:	
K & B Louisiana Corporation,	Chapter 11
Debtor.	Case No. 25-14796 (MBK)
Tax I.D. No. 72-1043860	

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In re:	
K & B Mississippi Corporation,	Chapter 11
Debtor.	Case No. 25-14804 (MBK)
Tax I.D. No. 72-0983482	Case No. 23-14004 (MDK)
In re:	
K & B Services, Incorporated	Chapter 11
Debtor.	Case No. 25-14807 (MBK)
Tax I.D. No. 72-1245171	Case 110. 23-14007 (MDK)
In re:	
K & B Tennessee Corporation,	Chapter 11
Debtor.	Case No. 25-14812 (MBK)
Tax I.D. No. 62-1444359	Cuse Ivo. 25 Tio12 (IIIBII)
In re:	
K&B Texas Corporation,	Chapter 11
Debtor.	Case No. 25-14824 (MBK)
Tax I.D. No. 72-1010327	,
In re:	
Lakehurst and Broadway Corporation,	Chapter 11
Debtor.	Case No. 25-14831 (MBK)
Tax I.D. No. 23-2937947	cuse 10. 25 1 1051 (MBH)
In re:	
LMW 90B Avenue Lake Oswego, Inc,	Chapter 11
Debtor.	Case No. 25-14836 (MBK)
Tax I.D. No. 27-2254279	1350110.2011000 (1.1511)
In re:	
Maxi Drug, Inc.,	Chapter 11
Debtor.	Case No. 25-14843 (MBK)
Tax I.D. No. 04-2960944	

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In re:	
Maxi Drug North, Inc.,	Chapter 11
Debtor.	Case No. 25-14838 (MBK)
Tax I.D. No. 05-0520884	
In re:	
Maxi Drug South, L.P.,	Chapter 11
Debtor. Tax I.D. No. 05-0520885	Case No. 25-14840 (MBK)
In re:	
Maxi Green Inc.,	Chapter 11
Debtor.	Case No. 25-14774 (MBK)
Tax I.D. No. 45-0515111	
In re:	
Munson & Andrews, LLC,	Chapter 11
Debtor.	Case No. 25-14784 (MBK)
Tax I.D. No. 27-4356050	
In re:	
Name Rite, L.L.C.,	Chapter 11
Debtor.	Case No. 25-14790 (MBK)
Tax I.D. No. 27-3719933	
In re:	
PDS-1 Michigan, Inc.,	Chapter 11
Debtor.	Case No. 25-14803 (MBK)
Tax I.D. No. 38-2935739	
In re:	
Perry Drug Stores, Inc.,	Chapter 11
Debtor.	Case No. 25-14806 (MBK)
Tax I.D. No. 38-0947300	

In re:	
P.J.C. Distribution, Inc.,	Chapter 11
Debtor.	Case No. 25-14794 (MBK)
Tax I.D. No. 22-3252604	
In re:	
P.J.C. Realty Co., Inc.,	Chapter 11
Debtor.	Case No. 25-14799 (MBK)
Tax I.D. No. 04-2967938	
In re:	
PJC Lease Holdings, Inc.,	Chapter 11
Debtor.	Case No. 25-14808 (MBK)
Tax I.D. No. 01-0573835	
In re:	
PJC Manchester Realty LLC,	Chapter 11
Debtor.	Case No. 25-14813 (MBK)
Tax I.D. No. 01-0573821	
In re:	
PJC of Massachusetts, Inc.,	Chapter 11
Debtor.	Case No. 25-14816 (MBK)
Tax I.D. No. 05-0481151	
In re:	
PJC of Rhode Island, Inc.,	Chapter 11
Debtor.	Case No. 25-14820 (MBK)
Tax I.D. No. 23-1979613	
In re:	
PJC of Vermont Inc.,	Chapter 11
Debtor.	Case No. 25-14827 (MBK)
Tax I.D. No. 05-0498065	

In re:	
PJC Peterborough Realty LLC,	Chapter 11
Debtor.	Case No. 25-14832 (MBK)
Tax I.D. No. 20-1151661	
In re:	
PJC Realty MA, Inc.,	Chapter 11
Debtor.	Case No. 25-14835 (MBK)
Tax I.D. No. 02-0692817	
In re:	
PJC Revere Realty LLC,	Chapter 11
Debtor.	Case No. 25-14837 (MBK)
Tax I.D. No. 01-0573818	
In re:	
PJC Special Realty Holdings, Inc.,	Chapter 11
Debtor.	Case No. 25-14839 (MBK)
Tax I.D. No. 01-0573843	
In re:	
RCMH LLC,	Chapter 11
Debtor.	Case No. 25-14842 (MBK)
Tax I.D. No. 20-2804418	
In re:	
RDS Detroit, Inc.,	Chapter 11
Debtor.	Case No. 25-14846 (MBK)
Tax I.D. No. 35-1799950	
In re:	
READ's Inc.,	Chapter 11
Debtor.	Case No. 25-14847 (MBK)
Tax I.D. No. 80-0052330	

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In re:	
RediClinic Associates, Inc.,	Chapter 11
Debtor.	Case No. 25-14848 (MBK)
Tax I.D. No. 26-4053069	
In re:	
RediClinic LLC,	Chapter 11
Debtor.	Case No. 25-14849 (MBK)
Tax I.D. No. 76-0639661	
In re:	
RediClinic of Dallas-Fort Worth, LLC,	Chapter 11
Debtor.	Case No. 25-14850 (MBK)
Tax I.D. No. 47-4464318	
In re:	
RediClinic of DC, LLC	Chapter 11
Debtor.	Case No. 25-14851 (MBK)
Tax I.D. No. 47-4054321	
In re:	
RediClinic of DE, LLC	Chapter 11
Debtor.	Case No. 25-14745 (MBK)
Tax I.D. No. 47-4061619	
In re:	
RediClinic of MD, LLC	Chapter 11
Debtor.	Case No. 25-14747 (MBK)
Tax I.D. No. 47-1622394	
In re:	
RediClinic of PA, LLC,	Chapter 11
Debtor.	Case No. 25-14749 (MBK)
Tax I.D. No. 47-1629750	

In re:	
RediClinic of VA, LLC	Chapter 11
Debtor.	Case No. 25-14752 (MBK)
Tax I.D. No. 47-3860141	
In re:	
RediClinic US, LLC	Chapter 11
Debtor.	Case No. 25-14756 (MBK)
Tax I.D. No. 26-2216660	
In re:	
Richfield Road - Flint, Michigan, LLC	Chapter 11
Debtor.	Case No. 25-14759 (MBK)
Tax I.D. No. 42-1645186	
In re:	
Rite Aid Corporation,	Chapter 11
Debtor.	Case No. 25-14731 (MBK)
Tax I.D. No. 23-1614034	
In re:	
Rite Aid Drug Palace, Inc.,	Chapter 11
Debtor.	Case No. 25-14762 (MBK)
Tax I.D. No. 23-2325476	
In re:	
Rite Aid Hdqtrs. Corp.,	Chapter 11
Debtor.	Case No. 25-14859 (MBK)
Tax I.D. No. 23-2308342	
In re:	
Rite Aid Hdqtrs. Funding, Inc.,	Chapter 11
Debtor.	Case No. 25-14860 (MBK)
Tax I.D. No. 75-3167335	

In re:	
Rite Aid Lease Management Company,	Chapter 11
Debtor.	Case No. 25-14765 (MBK)
Tax I.D. No. 95-2384577	
In re:	
Rite Aid of Connecticut, Inc.,	Chapter 11
Debtor.	Case No. 25-14770 (MBK)
Tax I.D. No. 23-1940645	
In re:	
Rite Aid of Delaware, Inc.,	Chapter 11
Debtor.	Case No. 25-14775 (MBK)
Tax I.D. No. 23-1940646	
In re:	
Rite Aid of Georgia, Inc.,	Chapter 11
Debtor.	Case No. 25-14780 (MBK)
Tax I.D. No. 23-2125551	
In re:	
Rite Aid of Indiana, Inc.,	Chapter 11
Debtor.	Case No. 25-14786 (MBK)
Tax I.D. No. 23-2048778	
In re:	
Rite Aid of Kentucky, Inc.,	Chapter 11
Debtor.	Case No. 25-14789 (MBK)
Tax I.D. No. 23-2039291	
In re:	
Rite Aid of Maine, Inc.,	Chapter 11
Debtor.	Case No. 25-14798 (MBK)
Tax I.D. No. 01-0324725	

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In re:	
Rite Aid of Maryland, Inc.,	Chapter 11
Debtor.	Case No. 25-14800 (MBK)
Tax I.D. No. 23-1940941	
In re:	
Rite Aid of Michigan, Inc.,	Chapter 11
Debtor.	Case No. 25-14805 (MBK)
Tax I.D. No. 38-0857390	
In re:	
Rite Aid of New Hampshire, Inc.,	Chapter 11
Debtor.	Case No. 25-14810 (MBK)
Tax I.D. No. 23-2008320	
In re:	
Rite Aid of New Jersey, Inc.,	Chapter 11
Debtor.	Case No. 25-14730 (MBK)
Tax I.D. No. 23-1940648	
In re:	
Rite Aid of New York, Inc.,	Chapter 11
Debtor.	Case No. 25-14815 (MBK)
Tax I.D. No. 23-1940649	
In re:	
Rite Aid of North Carolina, Inc.,	Chapter 11
Debtor.	Case No. 25-14821 (MBK)
Tax I.D. No. 23-1940650	
In re:	
Rite Aid of Ohio, Inc.,	Chapter 11
Debtor.	Case No. 25-14825 (MBK)
Tax I.D. No. 23-1940651	

In re:	
Rite Aid of Pennsylvania, LLC, f/k/a Rite Aid of Pennsylvania, Inc. Debtor.	Chapter 11 Case No. 25-14830 (MBK)
Tax I.D. No. 23-1940652	
In re:	
Rite Aid of South Carolina, Inc.,	Chapter 11
Debtor.	Case No. 25-14841 (MBK)
Tax I.D. No. 23-2047222	
In re:	
Rite Aid of Tennessee, Inc.,	Chapter 11
Debtor.	Case No. 25-14844 (MBK)
Tax I.D. No. 23-2047224	
In re:	
Rite Aid of Vermont, Inc.,	Chapter 11
Debtor.	Case No. 25-14754 (MBK)
Tax I.D. No. 23-1940942	
In re:	
Rite Aid of Virginia, Inc.,	Chapter 11
Debtor.	Case No. 25-14761 (MBK)
Tax I.D. No. 23-1940653	
In re:	
Rite Aid of Washington, D.C. Inc.,	Chapter 11
Debtor.	Case No. 25-14766 (MBK)
Tax I.D. No. 23-2461466	

In re:	
Rite Aid of West Virginia, Inc.,	Chapter 11
Debtor.	Case No. 25-14771 (MBK)
Tax I.D. No. 23-1940654	
In re:	
Rite Aid Online Store, Inc.,	Chapter 11
Debtor.	Case No. 25-14778 (MBK)
Tax I.D. No. 01-0910090	
In re:	
Rite Aid Payroll Management, Inc.,	Chapter 11
Debtor.	Case No. 25-14785 (MBK)
Tax I.D. No. 01-0910097	
In re:	
Rite Aid Realty Corp.,	Chapter 11
Debtor.	Case No. 25-14791 (MBK)
Tax I.D. No. 23-1725347	
In re:	
Rite Aid Rome Distribution Center, Inc.,	Chapter 11
Debtor.	Case No. 25-14795 (MBK)
Tax I.D. No. 23-1887836	
In re:	
Rite Aid Specialty Pharmacy, LLC,	Chapter 11
Debtor.	Case No. 25-14802 (MBK)
Tax I.D. No. 27-4202824	
In re:	
Rite Aid Transport, Inc.,	Chapter 11
Debtor.	Case No. 25-14811 (MBK)
Tax I.D. No. 25-1793102	

In re:	
Rite Investments Corp.,	Chapter 11
Debtor.	Case No. 25-14823 (MBK)
Tax I.D. No. 51-0273192	
In re:	
Rite Investments Corp., LLC,	Chapter 11
Debtor.	Case No. 25-14817 (MBK)
Tax I.D. No. 27-4359582	
In re:	
Rx Choice, Inc.,	Chapter 11
Debtor.	Case No. 25-14829 (MBK)
Tax I.D. No. 25-1598207	
In re:	
Rx USA, Inc.,	Chapter 11
Debtor.	Case No. 25-14834 (MBK)
Tax I.D. No. 23-2436417	
In re:	
The Bartell Drug Company,	Chapter 11
Debtor.	Case No. 25-14845 (MBK)
Tax I.D. No. 91-0138195	
In re:	
The Jean Coutu Group (PJC) USA, Inc.,	Chapter 11
Debtor.	Case No. 25-14852 (MBK)
Tax I.D. No. 04-2925810	
In re:	
The Lane Drug Company,	Chapter 11
Debtor.	Case No. 25-14854 (MBK)

Tax I.D. No. 53-0125212

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In re: Thrift Drug, Inc., Chapter 11 Case No. 25-14853 (MBK) Debtor. Tax I.D. No. 22-2098063 In re: Thrifty Corporation, Chapter 11 Debtor. Case No. 25-14855 (MBK) Tax I.D. No. 95-1297550 In re: Thrifty Ice Cream, LLC f/k/a 1515 West State Street Boise, Chapter 11 Idaho, LLC Case No. 25-14856 (MBK) Debtor. Tax I.D. No. 27-4359371 In re: Thrifty PayLess, Inc., Chapter 11 Debtor. Case No. 25-14857 (MBK) Tax I.D. No. 95-4391249

DEBTORS' MOTION FOR ENTRY OF AN ORDER (I) DIRECTING JOINT ADMINISTRATION OF CHAPTER 11 CASES AND (II) GRANTING RELATED RELIEF

TO THE HONORABLE UNITED STATES BANKRUPTCY JUDGE:

The above-captioned debtors and debtors in possession (collectively, the "<u>Debtors</u>") respectfully state the following in support of this motion:²

Capitalized terms used but not defined in this motion have the meanings ascribed to them in the First Day Declaration, defined below.

Relief Requested

1. The Debtors seek entry of an order, substantially in the form attached hereto as **Exhibit A** (the "Order"): (a) authorizing, but not directing, the Debtors to procedurally consolidate and jointly administer these chapter 11 cases, and (b) granting related relief. The Debtors request that the Court maintain one file and one docket for all of the jointly administered cases under the case of New Rite Aid, LLC, Case No. 25-14861 (MBK).

Jurisdiction and Venue

- 2. The United States Bankruptcy Court for the District of New Jersey (the "Court") has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Standing Order of Reference to the Bankruptcy Court Under Title 11*, entered July 23, 1984, and amended on September 18, 2012 (Simandle, C.J.). The Debtors confirm their consent to the Court entering a final order in connection with this motion to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.
 - 3. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.
- 4. The bases for the relief requested herein are sections 105(a) and 342(c)(1) of title 11 of the United States Code (the "Bankruptcy Code") and rules 1015(b) and 2002 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules").

Background

5. On May 5, 2025 (the "Petition Date"), each Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtors are operating their business and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No request for the appointment of a trustee or examiner has been made in these chapter 11 cases, and no official committees have been appointed or designated.

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6. A detailed description of the Debtors and their businesses, including the facts and circumstances giving rise to the Debtors' chapter 11 cases, is set forth in the *Declaration of Marc Liebman, Chief Transformation Officer of the Debtors, in Support of Debtors' Chapter 11 Petitions and First Day Motions* (the "First Day Declaration"), filed contemporaneously herewith.

Basis for Relief

- 7. Bankruptcy Rule 1015(b) provides, in pertinent part, that "[i]f . . . two or more petitions are pending in the same court by or against . . . a debtor and an affiliate, the court may order a joint administration of the estates." Fed. R. Bankr. P. 1015. The 118 Debtor entities that commenced these chapter 11 cases are "affiliates" as that term is defined in section 101(2) of the Bankruptcy Code. 11 U.S.C. § 101(2). Accordingly, the Bankruptcy Code and Bankruptcy Rules authorize the Court to grant the relief requested herein.
- 8. Joint administration is generally non-controversial, and courts in this jurisdiction routinely order joint administration in cases with multiple related debtors. *See, e.g., In re Sam Ash Music Corp.*, No. 24-14727 (SLM) (D.N.J. May 10, 2024) (directing joint administration; *In re Thrasio Holdings, Inc.*, No. 24-11840 (CMG) (Bankr. D.N.J. Mar. 1, 2024) (same); *In re Invitae Corp.* (Case No. 24-11362 (MBK) (D.N.J. Feb. 16, 2024) (same); *In re Careismatic Brands*, LLC, No. 24-10561 (VFP) (Bankr. D.N.J. Jan. 24, 2024) (same); *In re WeWork Inc.*, Case No. 23-19865 (JKS) (Bankr. D.N.J. Jan. 8, 2024) (same).³
- 9. Given the integrated nature of the Debtors' operations, joint administration of these chapter 11 cases will provide significant administrative convenience without harming the substantive rights of any party in interest. Many of the motions, hearings, and orders in these

Because of the voluminous nature of the orders cited herein, such orders have not been attached to this Motion. Copies of these orders are available upon request to the Debtors' proposed counsel.

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chapter 11 cases will affect each Debtor entity. The entry of an order directing joint administration of these chapter 11 cases will reduce fees and costs by avoiding duplicative filings and objections. Joint administration will also allow the Office of the United States Trustee for the District of New Jersey (the "<u>U.S. Trustee</u>") and all parties in interest to monitor these chapter 11 cases with greater ease and efficiency.

- 10. Moreover, joint administration will not adversely affect the Debtors' respective constituencies. This motion seeks only administrative, not substantive, consolidation of the Debtors' estates. Parties in interest will not be harmed by the relief requested; rather, parties in interest will benefit from (i) the cost reductions associated with the joint administration of these chapter 11 cases and (ii) ease of reference to one main case docket of 25-14861 (MBK) throughout these chapter 11 cases. Accordingly, the Debtors submit that the joint administration of these chapter 11 cases is in the best interests of their estates, their creditors, and all other parties in interest.
- 11. The Debtors request that all orders, pleadings, papers, and documents, except proofs of claim, lists, schedules, and statements, shall be filed and docketed in the case number assigned to 25-14861 (MBK) (the "<u>Lead Case</u>"), bearing the caption as shown in <u>Exhibit 1</u> to the Order attached hereto.
- 12. The Debtors also seek the Court's direction that a notation be entered on the docket in each Debtor's chapter 11 cases to reflect the joint administration of these cases.
- 13. Based on the foregoing, the Debtors submit that the relief requested is necessary and appropriate, is in the best interests of their estates and creditors and should be granted in all respects.

Waiver of Memorandum of Law

14. The Debtors respectfully request that the Court waive the requirement to file a separate memorandum of law pursuant to rule 9013-1(a)(3) of the Local Rules because the legal basis upon which the Debtors rely is set forth herein and the motion does not raise any novel issues of law.

Reservation of Rights

15. Nothing contained in this motion or any order granting the relief requested in this motion, and no action taken pursuant to the relief requested or granted (including any payment made in accordance with any such order), is intended as or shall be construed or deemed to be:

(a) an admission as to the amount of, basis for, or validity of any claim against the Debtors under the Bankruptcy Code or other applicable nonbankruptcy law; (b) a waiver of the Debtors' or any other party in interest's right to dispute any claim on any grounds; (c) a promise or requirement to pay any particular claim; (d) an implication, admission or finding that any particular claim is an administrative expense claim, other priority claim or otherwise of a type specified or defined in this motion or any order granting the relief requested by this motion; (e) a request or authorization to assume, adopt, or reject any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; (f) an admission as to the validity, priority, enforceability or perfection of any lien on, security interest in, or other encumbrance on property of the Debtors' estates; or (g) a waiver or limitation of any claims, causes of action or other rights of the Debtors or any other party in interest against any person or entity under the Bankruptcy Code or any other applicable law.

No Prior Request

16. No prior request for the relief sought in this motion has been made to this or any other court.

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Notice

17. The Debtors will provide notice of this motion to the following parties and/or their respective counsel, as applicable: (a) the office of the United States Trustee for the District of New Jersey; (b) the Debtors' 50 largest unsecured creditors (on a consolidated basis); (c) the Prepetition ABL Agent and counsel thereto; (d) the DIP Agent and counsel thereto; (e) the trustees for the Senior Secured Notes and counsel thereto; (f) the United States Attorney's Office for the District of New Jersey; (g) the Internal Revenue Service; (h) the attorneys general in the states where the Debtors conduct their business operations; and (i) any party that has requested notice pursuant to Bankruptcy Rule 2002. The Debtors submit that, in light of the nature of the relief requested, no other or further notice need be given.

[Remainder of page intentionally left blank]

WHEREFORE, the Debtors respectfully request that the Court enter the Order, substantially in the form attached hereto as **Exhibit A**, granting (a) the relief requested herein and (b) such other relief as is just and proper.

Dated: May 6, 2025

/s/ Michael D. Sirota

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Proposed Co-Counsel to the Debtors and Debtors in Possession

Exhibit A

Proposed Order

In re:	
New Rite Aid, LLC f/k/a Juniper Rx, LLC,	Chapter 11
Debtor. ¹	Case No. 25-14861 (MBK)
Tax I.D. No. 88-0991843	Case 110. 23-14001 (MDK)
In re:	
1740 Associates, L.L.C.,	Chapter 11
Debtor.	Case No. 25-14744 (MBK)
Tax I.D. No. 27-4359433	Case No. 25-14/44 (MBK)
In re:	
4042 Warrensville Center Road - Warrensville Ohio, Inc.,	Chapter 11
Debtor.	Case No. 25-14746 (MBK)
Tax I.D. No. 25-1820507	
In re:	
5277 Associates, Inc.,	Chapter 11
Debtor.	Case No. 25-14750 (MBK)
Tax I.D. No. 23-2940919	Case 110. 23-14730 (MDK)
In re:	
5600 Superior Properties, Inc.,	Chapter 11
Debtor.	Case No. 25-14753 (MBK)
Tax I.D. No. 80-0052337	
In re:	
Apex Drug Stores, Inc.,	Chapter 11
Debtor.	Case No. 25-14757 (MBK)
Tax I.D. No. 38-2413448	

The last four digits of Debtor New Rite Aid, LLC's tax identification number are 1843. A complete list of the Debtors in these chapter 11 cases and each such Debtor's tax identification number may be obtained on the website of the Debtors' proposed claims and noticing agent at https://restructuring.ra.kroll.com/RiteAid2025. The location of Debtor New Rite Aid, LLC's principal place of business and the Debtors' service address in these chapter 11 cases is 200 Newberry Commons, Etters, Pennsylvania 17319.

In re:	
Broadview and Wallings-Broadview Heights Ohio, Inc.,	Chapter 11
Debtor.	Case No. 25-14763 (MBK)
Tax I.D. No. 25-1814215	
In re:	
Drug Palace, Inc.,	Chapter 11
Debtor.	Case No. 25-14768 (MBK)
Tax I.D. No. 80-0052352	
In re:	
Eckerd Corporation,	Chapter 11
Debtor.	Case No. 25-14769 (MBK)
Tax I.D. No. 51-0378122	
In re:	
EDC Drug Stores, Inc.,	Chapter 11
Debtor.	Case No. 25-14773 (MBK)
Tax I.D. No. 56-0596933	
In re:	
Ex Benefits, LLC f/k/a Advance Benefits, LLC,	Chapter 11
Debtor.	Case No. 25-14776 (MBK)
Tax I.D. No. 59-3760021	
In re:	
Ex Design, LLC f/k/a Design Rx, LLC,	Chapter 11
Debtor.	Case No. 25-14782 (MBK)
Tax I.D. No. 20-1369429	
In re:	
Ex Design Holdings, LLC f/k/a Design Rx Holdings LLC,	Chapter 11
Debtor.	Case No. 25-14779 (MBK)
Tax I.D. No. 27-4368094	

In re:	
Ex Holdco, LLC f/k/a Elixir Holdings, LLC,	Chapter 11
Debtor.	Case No. 25-14788 (MBK)
Tax I.D. No. 26-0676699	,
In re:	
Ex Initiatives, LLC f/k/a Rx Initiatives L.L.C.,	Chapter 11
Debtor.	Case No. 25-14793 (MBK)
Tax I.D. No. 20-3649446	
In re:	
Ex Options, LLC f/k/a Elixir Rx Options, LLC,	Chapter 11
Debtor.	Case No. 25-14797 (MBK)
Tax I.D. No. 34-1939227	
In re:	
Ex Pharmacy, LLC f/k/a Elixir Pharmacy, LLC,	Chapter 11
Debtor.	Case No. 25-14801 (MBK)
Tax I.D. No. 26-2434607	
In re:	
Ex Procurement, LLC f/k/a Tonic Procurement Solutions,	Chapter 11
LLC,	Case No. 25-14809 (MBK)
Debtor.	
Tax I.D. No. 87-3071832	
In re:	
Ex Rxclusives, LLC f/k/a Design Rxclusives, LLC,	Chapter 11
Debtor.	Case No. 25-14814 (MBK)
Tax I.D. No. 20-5166645	
In re:	
Ex Savings, LLC f/k/a Elixir Savings, LLC,	Chapter 11
Debtor.	Case No. 25-14818 (MBK)
Tax I.D. No. 20-3389462	

In re:	
Ex Software, LLC f/k/a Laker Software, LLC,	Chapter 11
Debtor. Toy I D. No. 41 1024160	Case No. 25-14822 (MBK)
Tax I.D. No. 41-1924169	
In re:	
Ex Solutions of MO, LLC f/k/a Elixir Rx Solutions, LLC, Debtor.	Chapter 11
Tax I.D. No. 36-4221427	Case No. 25-14826 (MBK)
In re:	
Ex Solutions of NV, LLC f/k/a Elixir Rx Solutions of Nevada,	Chapter 11
LLC,	Case No. 25-14828 (MBK)
Debtor. Tax I.D. No. 88-0511398	,
In re:	
	O' 11
Ex Solutions of OH, LLC f/k/a Elixir Rx Solutions, LLC, Debtor.	Chapter 11
Tax I.D. No. 05-0570786	Case No. 25-14833 (MBK)
In re:	
Ex Tech, LLC f/k/a Ascend Health Technology LLC,	Chapter 11
Debtor.	Case No. 25-14743 (MBK)
Tax I.D. No. 45-4806467	
In re:	
First Florida Insurers of Tampa, LLC,	Chapter 11
Debtor.	Case No. 25-14748 (MBK)
Tax I.D. No. 59-2798509	
In re:	
GDF, Inc.,	Chapter 11
Debtor. Toy I.D. No. 34 1343867	Case No. 25-14751 (MBK)
Tax I.D. No. 34-1343867	

In re:	
Genovese Drug Stores, Inc.,	Chapter 11
Debtor.	Case No. 25-14755 (MBK)
Tax I.D. No. 11-1556812	Case 100. 23-14733 (MDR)
In re:	
Gettysburg and Hoover-Dayton, Ohio, LLC,	Chapter 11
Debtor.	Case No. 25-14760 (MBK)
Tax I.D. No. 27-4355844	` ,
In re:	
Grand River & Fenkell, LLC,	Chapter 11
Debtor.	Case No. 25-14764 (MBK)
Tax I.D. No. 27-5007145	` ,
In re:	
Harco, Inc.,	Chapter 11
Debtor.	Case No. 25-14767 (MBK)
Tax I.D. No. 63-0522700	
In re:	
Hunter Lane, LLC,	Chapter 11
Debtor.	Case No. 25-14772 (MBK)
Tax I.D. No. 90-1011712	` ,
In re:	Chapter 11
ILG – 90 B Avenue Lake Oswego, LLC,	_
Debtor.	Case No. 25-14777 (MBK)
Tax I.D. No. 33-1192489	
In re:	
JCG Holdings (USA), Inc.,	Chapter 11
Debtor.	Case No. 25-14787 (MBK)
Tax I.D. No. 20-1147565	2

In re:	
JCG (PJC) USA, LLC,	Chapter 11
Debtor.	Case No. 25-14781 (MBK)
Tax I.D. No. 26-0169455	
In re:	
K & B, Incorporated,	Chapter 11
Debtor.	Case No. 25-14819 (MBK)
Tax I.D. No. 51-0346254	
In re:	
K & B Alabama Corporation,	Chapter 11
Debtor.	Case No. 25-14792 (MBK)
Tax I.D. No. 72-1011085	
In re:	
K & B Louisiana Corporation,	Chapter 11
Debtor.	Case No. 25-14796 (MBK)
Tax I.D. No. 72-1043860	
In re:	
K & B Mississippi Corporation,	Chapter 11
Debtor.	Case No. 25-14804 (MBK)
Tax I.D. No. 72-0983482	
In re:	
K & B Services, Incorporated	Chapter 11
Debtor.	Case No. 25-14807 (MBK)
Tax I.D. No. 72-1245171	
In re:	
K & B Tennessee Corporation,	Chapter 11
Debtor.	Case No. 25-14812 (MBK)
Tax I.D. No. 62-1444359	` ,

In re:	
K&B Texas Corporation,	Chapter 11
Debtor.	Case No. 25-14824 (MBK)
Tax I.D. No. 72-1010327	,
In re:	
Lakehurst and Broadway Corporation,	Chapter 11
Debtor.	Case No. 25-14831 (MBK)
Tax I.D. No. 23-2937947	
In re:	
LMW 90B Avenue Lake Oswego, Inc,	Chapter 11
Debtor.	Case No. 25-14836 (MBK)
Tax I.D. No. 27-2254279	
In re:	
Maxi Drug, Inc.,	Chapter 11
Debtor.	Case No. 25-14843 (MBK)
Tax I.D. No. 04-2960944	
In re:	
Maxi Drug North, Inc.,	Chapter 11
Debtor.	Case No. 25-14838 (MBK)
Tax I.D. No. 05-0520884	
In re:	
Maxi Drug South, L.P.,	Chapter 11
Debtor.	Case No. 25-14840 (MBK)
Tax I.D. No. 05-0520885	
In re:	
Maxi Green Inc.,	Chapter 11
Debtor.	Case No. 25-14774 (MBK)
Tax I.D. No. 45-0515111	

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In re:	
Munson & Andrews, LLC,	Chapter 11
Debtor.	Case No. 25-14784 (MBK)
Tax I.D. No. 27-4356050	
In re:	
Name Rite, L.L.C.,	Chapter 11
Debtor.	Case No. 25-14790 (MBK)
Tax I.D. No. 27-3719933	
In re:	
PDS-1 Michigan, Inc.,	Chapter 11
Debtor.	Case No. 25-14803 (MBK)
Tax I.D. No. 38-2935739	
In re:	
Perry Drug Stores, Inc.,	Chapter 11
Debtor.	Case No. 25-14806 (MBK)
Tax I.D. No. 38-0947300	
In re:	
P.J.C. Distribution, Inc.,	Chapter 11
Debtor.	Case No. 25-14794 (MBK)
Tax I.D. No. 22-3252604	
In re:	
P.J.C. Realty Co., Inc.,	Chapter 11
Debtor.	Case No. 25-14799 (MBK)
Tax I.D. No. 04-2967938	
In re:	
PJC Lease Holdings, Inc.,	Chapter 11
Debtor.	Case No. 25-14808 (MBK)
Tax I.D. No. 01-0573835	

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In re:	
PJC Manchester Realty LLC,	Chapter 11
Debtor.	Case No. 25-14813 (MBK)
Tax I.D. No. 01-0573821	
In re:	
PJC of Massachusetts, Inc.,	Chapter 11
Debtor.	Case No. 25-14816 (MBK)
Tax I.D. No. 05-0481151	
In re:	
PJC of Rhode Island, Inc.,	Chapter 11
Debtor.	Case No. 25-14820 (MBK)
Tax I.D. No. 23-1979613	
In re:	
PJC of Vermont Inc.,	Chapter 11
Debtor.	Case No. 25-14827 (MBK)
Tax I.D. No. 05-0498065	
In re:	
PJC Peterborough Realty LLC,	Chapter 11
Debtor.	Case No. 25-14832 (MBK)
Tax I.D. No. 20-1151661	
In re:	
PJC Realty MA, Inc.,	Chapter 11
Debtor.	Case No. 25-14835 (MBK)
Tax I.D. No. 02-0692817	
In re:	
PJC Revere Realty LLC,	Chapter 11
Debtor.	Case No. 25-14837 (MBK)
Tax I.D. No. 01-0573818	

In re:	
PJC Special Realty Holdings, Inc.,	Chapter 11
Debtor.	Case No. 25-14839 (MBK)
Tax I.D. No. 01-0573843	
In re:	
RCMH LLC,	Chapter 11
Debtor.	Case No. 25-14842 (MBK)
Tax I.D. No. 20-2804418	
In re:	
RDS Detroit, Inc.,	Chapter 11
Debtor.	Case No. 25-14846 (MBK)
Tax I.D. No. 35-1799950	
In re:	
READ's Inc.,	Chapter 11
Debtor.	Case No. 25-14847 (MBK)
Tax I.D. No. 80-0052330	
In re:	
RediClinic Associates, Inc.,	Chapter 11
Debtor.	Case No. 25-14848 (MBK)
Tax I.D. No. 26-4053069	
In re:	
RediClinic LLC,	Chapter 11
Debtor.	Case No. 25-14849 (MBK)
Tax I.D. No. 76-0639661	
In re:	
RediClinic of Dallas-Fort Worth, LLC,	Chapter 11
Debtor.	Case No. 25-14850 (MBK)
Tax I.D. No. 47-4464318	

In re:	
RediClinic of DC, LLC	Chapter 11
Debtor.	Case No. 25-14851 (MBK)
Tax I.D. No. 47-4054321	
In re:	
RediClinic of DE, LLC	Chapter 11
Debtor.	Case No. 25-14745 (MBK)
Tax I.D. No. 47-4061619	
In re:	
RediClinic of MD, LLC	Chapter 11
Debtor.	Case No. 25-14747 (MBK)
Tax I.D. No. 47-1622394	
In re:	
RediClinic of PA, LLC,	Chapter 11
Debtor.	Case No. 25-14749 (MBK)
Tax I.D. No. 47-1629750	
In re:	
RediClinic of VA, LLC	Chapter 11
Debtor.	Case No. 25-14752 (MBK)
Tax I.D. No. 47-3860141	
In re:	
RediClinic US, LLC	Chapter 11
Debtor.	Case No. 25-14756 (MBK)
Tax I.D. No. 26-2216660	
In re:	
Richfield Road - Flint, Michigan, LLC	Chapter 11
Debtor.	Case No. 25-14759 (MBK)
Tax I.D. No. 42-1645186	

In re:	
Rite Aid Corporation,	Chapter 11
Debtor.	Case No. 25-14731 (MBK)
Tax I.D. No. 23-1614034	
In re:	
Rite Aid Drug Palace, Inc.,	Chapter 11
Debtor.	Case No. 25-14762 (MBK)
Tax I.D. No. 23-2325476	
In re:	
Rite Aid Hdqtrs. Corp.,	Chapter 11
Debtor.	Case No. 25-14859 (MBK)
Tax I.D. No. 23-2308342	
In re:	
Rite Aid Hdqtrs. Funding, Inc.,	Chapter 11
Debtor.	Case No. 25-14860 (MBK)
Tax I.D. No. 75-3167335	
In re:	
Rite Aid Lease Management Company,	Chapter 11
Debtor.	Case No. 25-14765 (MBK)
Tax I.D. No. 95-2384577	
In re:	
Rite Aid of Connecticut, Inc.,	Chapter 11
Debtor.	Case No. 25-14770 (MBK)
Tax I.D. No. 23-1940645	
In re:	
Rite Aid of Delaware, Inc.,	Chapter 11
Debtor.	Case No. 25-14775 (MBK)
Tax I.D. No. 23-1940646	

In re:	
Rite Aid of Georgia, Inc.,	Chapter 11
Debtor.	Case No. 25-14780 (MBK)
Tax I.D. No. 23-2125551	
In re:	
Rite Aid of Indiana, Inc.,	Chapter 11
Debtor.	Case No. 25-14786 (MBK)
Tax I.D. No. 23-2048778	
In re:	
Rite Aid of Kentucky, Inc.,	Chapter 11
Debtor.	Case No. 25-14789 (MBK)
Tax I.D. No. 23-2039291	
In re:	
Rite Aid of Maine, Inc.,	Chapter 11
Debtor.	Case No. 25-14798 (MBK)
Tax I.D. No. 01-0324725	
In re:	
Rite Aid of Maryland, Inc.,	Chapter 11
Debtor.	Case No. 25-14800 (MBK)
Tax I.D. No. 23-1940941	
In re:	
Rite Aid of Michigan, Inc.,	Chapter 11
Debtor.	Case No. 25-14805 (MBK)
Tax I.D. No. 38-0857390	
In re:	
Rite Aid of New Hampshire, Inc.,	Chapter 11
Debtor.	Case No. 25-14810 (MBK)
Tax I.D. No. 23-2008320	

In re:	
Rite Aid of New Jersey, Inc.,	Chapter 11
Debtor.	Case No. 25-14730 (MBK)
Tax I.D. No. 23-1940648	
In re:	
Rite Aid of New York, Inc.,	Chapter 11
Debtor.	Case No. 25-14815 (MBK)
Tax I.D. No. 23-1940649	
In re:	
Rite Aid of North Carolina, Inc.,	Chapter 11
Debtor.	Case No. 25-14821 (MBK)
Tax I.D. No. 23-1940650	
In re:	
Rite Aid of Ohio, Inc.,	Chapter 11
Debtor.	Case No. 25-14825 (MBK)
Tax I.D. No. 23-1940651	
In re:	
Rite Aid of Pennsylvania, LLC, f/k/a Rite Aid of	Chapter 11
Pennsylvania, Inc.	Case No. 25-14830 (MBK)
Debtor.	
Tax I.D. No. 23-1940652	
In re:	
Rite Aid of South Carolina, Inc.,	Chapter 11
Debtor.	Case No. 25-14841 (MBK)
Tax I.D. No. 23-2047222	

In re:	
Rite Aid of Tennessee, Inc.,	Chapter 11
Debtor.	Case No. 25-14844 (MBK)
Tax I.D. No. 23-2047224	
In re:	
Rite Aid of Vermont, Inc.,	Chapter 11
Debtor.	Case No. 25-14754 (MBK)
Tax I.D. No. 23-1940942	
In re:	
Rite Aid of Virginia, Inc.,	Chapter 11
Debtor.	Case No. 25-14761 (MBK)
Tax I.D. No. 23-1940653	
In re:	
Rite Aid of Washington, D.C. Inc.,	Chapter 11
Debtor.	Case No. 25-14766 (MBK)
Tax I.D. No. 23-2461466	
In re:	
Rite Aid of West Virginia, Inc.,	Chapter 11
Debtor.	Case No. 25-14771 (MBK)
Tax I.D. No. 23-1940654	
In re:	
Rite Aid Online Store, Inc.,	Chapter 11
Debtor.	Case No. 25-14778 (MBK)
Tax I.D. No. 01-0910090	
In re:	
Rite Aid Payroll Management, Inc.,	Chapter 11
Debtor.	Case No. 25-14785 (MBK)
Tax I.D. No. 01-0910097	

In re:	
Rite Aid Realty Corp.,	Chapter 11
Debtor.	Case No. 25-14791 (MBK)
Tax I.D. No. 23-1725347	
In re:	
Rite Aid Rome Distribution Center, Inc.,	Chapter 11
Debtor.	Case No. 25-14795 (MBK)
Tax I.D. No. 23-1887836	
In re:	
Rite Aid Specialty Pharmacy, LLC,	Chapter 11
Debtor.	Case No. 25-14802 (MBK)
Tax I.D. No. 27-4202824	
In re:	
Rite Aid Transport, Inc.,	Chapter 11
Debtor.	Case No. 25-14811 (MBK)
Tax I.D. No. 25-1793102	
In re:	
Rite Investments Corp.,	Chapter 11
Debtor.	Case No. 25-14823 (MBK)
Tax I.D. No. 51-0273192	
In re:	
Rite Investments Corp., LLC,	Chapter 11
Debtor.	Case No. 25-14817 (MBK)
Tax I.D. No. 27-4359582	
In re:	
Rx Choice, Inc.,	Chapter 11
Debtor.	Case No. 25-14829 (MBK)
Tax I.D. No. 25-1598207	

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In re:	
Rx USA, Inc.,	Chapter 11
Debtor.	Case No. 25-14834 (MBK)
Tax I.D. No. 23-2436417	
In re:	
The Bartell Drug Company,	Chapter 11
Debtor.	Case No. 25-14845 (MBK)
Tax I.D. No. 91-0138195	
In re:	
The Jean Coutu Group (PJC) USA, Inc.,	Chapter 11
Debtor.	Case No. 25-14852 (MBK)
Tax I.D. No. 04-2925810	
In re:	
The Lane Drug Company,	Chapter 11
Debtor.	Case No. 25-14854 (MBK)
Tax I.D. No. 53-0125212	
In re:	
Thrift Drug, Inc.,	Chapter 11
Debtor.	Case No. 25-14853 (MBK)
Tax I.D. No. 22-2098063	
In re:	
Thrifty Corporation,	Chapter 11
Debtor.	Case No. 25-14855 (MBK)
Tax I.D. No. 95-1297550	

In re:

Thrifty Ice Cream, LLC f/k/a 1515 West State Street Boise, Idaho, LLC

Debtor.

Case No. 25-14856 (MBK)

Tax I.D. No. 27-4359371

In re:

Thrifty PayLess, Inc.,

Chapter 11

Chapter 11

Debtor. Case No. 25-14857 (MBK)

Tax I.D. No. 95-4391249

ORDER (I) DIRECTING JOINT ADMINISTRATION OF CHAPTER 11 CASES AND (II) GRANTING RELATED RELIEF

The relief set forth on the following pages, numbered twenty (20) through twenty-two (22), is **ORDERED.**

Caption in Compliance with D.N.J. LBR 9004-1(b)

PAUL, WEISS, RIFKIND, WHARTON & GARRISON LLP

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-and-

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Debtors: NEW RITE AID, LLC, et al.

Case No. 25-14861 (MBK)

Caption of Order: Order (I) Directing Joint Administration of Chapter 11 Cases and

(II) Granting Related Relief

Upon the Debtors' Motion for Entry of an Order (I) Directing Joint Administration of Chapter 11 Cases and (II) Granting Related Relief (the "Motion").² of the above-captioned debtors and debtors in possession (collectively, the "Debtors"), for entry of an order (this "Order") (a) authorizing the Debtors to direct the joint administration of the Debtors' chapter 11 cases for procedural purposes only and (b) granting related relief, all as more fully set forth in the Motion; and upon the First Day Declaration; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334 and the Standing Order of Reference to the Bankruptcy Court Under Title 11 of the United States District Court for the District of New Jersey, entered July 23, 1984, and amended on September 18, 2012 (Simandle, C.J.); and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the Debtors' notice of the Motion was appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is **GRANTED** as set forth herein.

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

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2. The above-captioned cases hereby are jointly administrated by this Court for procedural purposes only.

- 3. Nothing contained in the Motion or this Order shall be deemed or construed as directing or otherwise effecting a substantive consolidation of these chapter 11 cases, and this Order shall be without prejudice to the rights of the Debtors to seek entry of an order substantively consolidating their respective cases.
- 4. The Debtors shall maintain, and the Clerk of the United States Bankruptcy Court for the District of New Jersey shall keep, one consolidated docket, one file, and one consolidated service list for these chapter 11 cases.
- 5. All pleadings, papers, and documents filed in the Lead Case shall bear the caption as shown in **Exhibit 1** attached hereto.
- 6. The caption shown in **Exhibit 1** attached hereto satisfies the requirements set forth in section 342(c)(1) of the Bankruptcy Code.
- 7. All lists, schedules, and statements shall be filed and docketed in the specific Debtor's case to which they are applicable.
- 8. Any party in interest may request joint hearings on matters pending in any of these chapter 11 cases.
- 9. If pleadings, papers, or documents have been filed in any of the above–captioned cases other than the Lead Case prior to the entry of this Order, and those matters have not yet been heard and decided, the party who filed the pleading, paper, or document shall (i) refile the pleading, paper, or document in the Lead Case within three (3) business days of the entry of this Order,

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Debtors: NEW RITE AID, LLC, et al.

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(ii) set the pleading, paper, or document for hearing before the judge assigned to the Lead Case, and (iii) notice the hearing to all appropriate parties.

- 10. The Clerk shall file a copy of this order in the Lead Case and each of the affiliated Debtor cases.
- 11. The Debtors shall file individual monthly operating reports for each Debtor and such reports shall be docketed in the Lead Case.
- 12. The requirement set forth in Local Rule 9013-1(a)(3) that any motion be accompanied by a memorandum of law is hereby deemed satisfied by the contents of the Motion or otherwise waived.
- 13. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion and the requirements of the Local Rules are satisfied by such notice.
- 14. Any party may move for modification of this Order in accordance with Local Rule 9013-5(e).
- 15. A true copy of this Order shall be served on all required parties pursuant to Local Rule 9013-5(f).
 - 16. This Order shall be effective immediately upon entry.
- 17. The Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and/or enforcement of this Order.

Exhibit 1

Case Caption

PAUL, WEISS, RIFKIND, WHARTON & GARRISON LLP

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Proposed Co-Counsel to the Debtors and Debtors in Possession

UNITED STATES BANKRUPTCY COURT DISTRICT OF NEW JERSEY

In re:		Chapter 11
NEW RITE AID, LLC, et al.,		Case No. 25-14861 (MBK)
	Debtors. ¹	(Jointly Administered)

The last four digits of Debtor New Rite Aid, LLC's tax identification number are 1843. A complete list of the Debtors in these chapter 11 cases and each such Debtor's tax identification number may be obtained on the website of the Debtors' proposed claims and noticing agent at https://restructuring.ra.kroll.com/RiteAid2025. The location of Debtor New Rite Aid, LLC's principal place of business and the Debtors' service address in these chapter 11 cases is 200 Newberry Commons, Etters, Pennsylvania 17319